

RENT A CENTER INC DE
Form 8-K
June 06, 2016

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934
Date of Report (Date of earliest event reported): June 2, 2016

RENT-A-CENTER, INC.
(Exact name of registrant as specified in charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

0-25370
(Commission
File Number)
5501 Headquarters Drive

45-0491516
(IRS Employer
Identification No.)

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Plano, Texas 75024

(Address of principal executive offices and zip code)

(972) 801-1100

(Registrant's telephone

number, including area code)

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the Registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425).
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12).
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b)).
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c)).

Item 5.07 Submission of Matters to a Vote of Security Holders.

The Annual Meeting of Stockholders of Rent-A-Center, Inc. was held on June 2, 2016. At the meeting, the registrant's stockholders voted on three matters: (1) the election of two Class I Directors, (2) the ratification of the Audit Committee's selection of KPMG LLP, registered independent accountants, as the registrant's independent auditors for the fiscal year ended December 31, 2016, and (3) the approval, on a non-binding basis, of an advisory resolution on executive compensation. All proposals were adopted. The final voting results for each proposal are set forth below.

Proposal One: Having received more than a majority of votes cast at the meeting, each of the individuals named below was elected to a three-year term as a Class I Director:

| Nominee | Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------------|------------|---------------|-------------|------------------|
| Robert D. Davis | 42,189,519 | 392,623 | 61,415 | 5,312,801 |
| Steven L. Pepper | 42,229,274 | 355,789 | 58,495 | 5,312,800 |

The following directors' terms of office as a director continued after the Annual Meeting of Stockholders:

Michael J. Gade

Rishi Garg

Jeffery M. Jackson

J.V. Lentell

Leonard H. Roberts

Mark E. Speese

Proposal Two: The selection of KPMG LLP, registered independent accountants, as our independent auditors for the fiscal year ended December 31, 2016, was ratified with voting on the proposal as follows:

| Votes For | Votes Against | Abstentions |
|------------|---------------|-------------|
| 47,881,543 | 59,004 | 15,811 |

Proposal Three: The approval, on a non-binding basis, of the advisory resolution on executive compensation:

| Votes For | Votes Against/Abstentions | Abstentions | Broker Non-Votes |
|------------|---------------------------|-------------|------------------|
| 41,994,888 | 525,019 | 123,649 | 5,312,802 |

Proposal Four: The approval of the Rent-A-Center, Inc. 2016 Long-Term Incentive Plan:

| | Votes | | | |
|------------|---------------------|-------------|------------------|--|
| Votes For | Against/Abstentions | Abstentions | Broker Non-Votes | |
| 37,901,416 | 4,623,488 | 118,651 | 5,312,803 | |

Item 8.01 Other Events.

On June 2, 2016, Rent-A-Center, Inc. issued a press release announcing that its board of directors declared a cash dividend in the amount of \$0.08 per share payable on July 21, 2016, to common stockholders of record as of the close of business on July 5, 2016.

The press release containing these announcements is furnished as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits

99.1 Press Release issued on June 2, 2016 by Rent-A-Center, Inc.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

RENT-A-CENTER, INC.

Date: June 6, 2016

By: /s/ Dawn M. Wolverson
Dawn M. Wolverson
Vice President Assistant General Counsel and
Secretary

EXHIBIT INDEX

| Exhibit No. | Description |
|--------------------|---|
| 99.1 | Press Release issued on June 2, 2016 by Rent-A-Center, Inc. |